

ALLIANCE DATA SYSTEMS CORP

Form 5

February 13, 2002

FORM 5 <input type="checkbox"/> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). <input checked="" type="checkbox"/> Form 3 Holdings Reported <input type="checkbox"/> Form 4 Transactions Reported	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940	OMB APPROVAL <hr/> OMB Number: 3235-0362 Expires: December 31, 2001 Estimated average burden hours per response. . . . 0.5	
1. Name and Address of Reporting Person* Beltz, Michael A. <div style="display: flex; justify-content: space-between;"> (Last) (First) (Middle) </div> 17655 Waterview Parkway <div style="text-align: center;">(Street)</div> Dallas, TX 75252-8012 <div style="display: flex; justify-content: space-between;"> (City) (State) (Zip) </div>	2. Issuer Name and Ticker or Trading Symbol Alliance Data Systems Corporation ADS 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for (Month/Year) December 2001 5. If Amendment, Date of Original (Month/Year)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div style="display: flex; justify-content: space-between;"> _____ Director _____ </div> <div style="display: flex; justify-content: space-between;"> 10% Owner _____ </div> <div style="display: flex; justify-content: space-between;"> <input checked="" type="checkbox"/> Officer _____ </div> <div style="display: flex; justify-content: space-between;"> Other _____ </div> <div style="display: flex; justify-content: space-between;"> Officer/Other Description Executive Vice President and President, Transaction Services Group </div> <hr/> 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Individual Filing <input type="checkbox"/> Joint/Group Filing

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount A/D Price			
Common				43,276 (1)	D	

If the form is filed by more than one reporting person, see instruction 4(b)(v).

 (over)
 SEC 2270 (3-99)

Beltz, Michael A. - December 2001

currently valid OMB number.

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Form 5 (continued)

FOOTNOTE Descriptions for Alliance Data Systems Corporation ADS

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Michael A. Beltz
17655 Waterview Parkway
Dallas, TX 75252-8012

Explanation of responses:

- (1) Total beneficial ownership includes 28,000 unvested shares of common stock pursuant to a restricted stock grant.
- (2) These options are fully vested.
- (3) The option is exercisable for 9,722 shares on each of 1/31/99, 1/31/00, 1/31/01, and 1/31/02.
- (4) The option is exercisable for 6,944 shares on each of 1/31/99, 1/31/00, and 1/31/01, and for 6,945 shares on 1/31/02.
- (5) The option is exercisable for 5,556 shares on each of 1/31/00, 1/31/01, and 1/31/02 and for 5,554 shares on 1/31/03.
- (6) The option is exercisable for 26,400 shares on each of 8/31/01 and 8/31/02 and for 27,200 shares on 8/31/03.
- (7) The option is exercisable for 33% of the underlying shares on each of 8/31/01 and 8/31/02, and for 34% on 8/31/03.

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